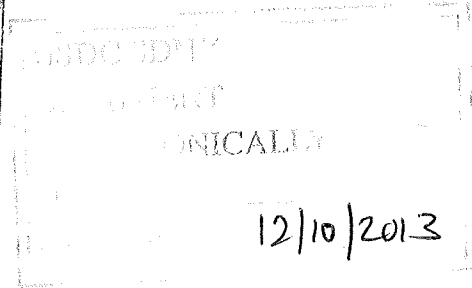
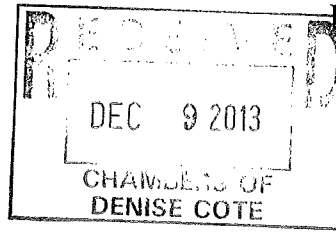


## FHFA's Status Report re Depositions

December 6, 2013

VIA ECF

The Honorable Denise L. Cote  
Daniel Patrick Moynihan United States Courthouse  
500 Pearl Street, Room 1610  
New York, NY 10007-1312

Re: FHFA Actions, No. 11-cv-6202, et al., (S.D.N.Y.) (DLC)**MEMO ENDORSED**

Dear Judge Cote:

On behalf of Plaintiff Federal Housing Finance Agency ("FHFA"), we write to update the Court on the status of deposition discovery in the S.D.N.Y. coordinated cases. FHFA also writes to seek targeted relief from the December 6, 2013 fact discovery deadline for the completion of certain depositions; as indicated below, some of these requests are made jointly with Defendants.

Defendants' Depositions of FHFA's Witnesses

By December 6, Defendants will have completed all but one of their 26 depositions of FHFA and GSE personnel that they have sought. Defendants have also completed their Rule 30(b)(6) depositions of Fannie Mae and Freddie Mac. The parties request an extension until December 10, 2013, to complete the deposition of one witness, Peter Niculescu, due to the scheduling conflicts prior to December 6, 2013. The parties also request an extension until December 17, 2013 for Defendants to complete their Rule 30(b)(6) deposition of FHFA.

FHFA's Depositions of Defendants' Witnesses

FHFA now anticipates deposing a total of approximately 239 party witnesses in their individual capacities in the S.D.N.Y. coordinated cases in addition to the Rule 30(b)(6) depositions allowed under this Court's Amended Order Regarding Deposition Protocol (Dkt. Entry 452). FHFA anticipates that it will complete approximately 225 of its 239 depositions of individual witnesses by the December 6, 2013 deadline, or by the dates otherwise allowed by this Court in its Order of November 18, 2013. (Dkt. Entry 558.) The parties seek limited extensions beyond December 6 for FHFA to complete the approximately 14 remaining individual depositions, as well the Rule 30(b)(6) depositions. As explained below, most of these requested extensions fall in December 2013, with a handful falling in January 2014.

Merrill Lynch: FHFA has completed its depositions of all of Merrill Lynch's 25 individual witnesses. FHFA anticipates completing its Rule 30(b)(6) deposition of First Franklin Financial Corp. by December 13, 2013, as approved by this Court. (Dkt. Entry 558.) FHFA has agreed to Merrill Lynch's request to schedule one Rule 30(b)(6) witness (testifying on behalf of the other Merrill Lynch Defendants) the following week for the convenience of the witness. The parties request an extension until December 20, 2013 to allow that final Rule 30(b)(6) deposition to take place.

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Deutsche Bank: FHFA anticipates completing its depositions of 18 of Deutsche Bank's 21 individual witnesses by December 6. The parties request an extension until December 20, 2013 to complete the depositions of Ryan Stark, Greg Lippmann, and Margoth Pilla. Due to unforeseen circumstances, Deutsche Bank postponed the depositions of Mr. Stark and Mr. Lippmann, which were previously scheduled to take place prior to the December 6, 2013 fact discovery deadline, and the parties are currently attempting to find mutually agreeable dates for these two depositions. The parties are likewise working to find mutually agreeable dates for the deposition of Ms. Pilla. The parties also request an extension until December 20, 2013 for FHFA to complete its Rule 30(b)(6) depositions of Deutsche Bank.

Goldman Sachs: FHFA anticipates completing its depositions of all but one of Goldman Sachs' 26 individual witnesses by December 6. The parties request an extension until December 30, 2013 to complete the deposition of Lauren Carter. Ms. Carter's deposition was scheduled for December 5 and December 6, 2013, but the witness was unable to proceed with the second half of her deposition on December 5 or the second day of her deposition on December 6. Additionally, due to scheduling conflicts during the holidays, the parties request an extension until January 31, 2013 for FHFA to complete its Rule 30(b)(6) depositions of Goldman Sachs.

Credit Suisse: FHFA anticipates completing its depositions of 24 of Credit Suisse's 31 individual witnesses by December 6. Consistent with this Court's Order (Dkt. Entry 558), FHFA expects to complete its depositions of Margaret Dellafera, Christopher Schoen, Keith Jones, Robert Sacco, John Vibert, Kenneth Rosenberg, and David Neugebauer by December 20, 2013. Also consistent with that Order, FHFA has until December 20, 2013 to complete its Rule 30(b)(6) deposition of Credit Suisse; the parties will inform the Court if they believe any further extension is required.

Bank of America: FHFA anticipates completing its depositions of 27 of Bank of America's 31 individual witnesses by December 6. The parties request an extension until January 17, 2014 to complete the following four individual depositions: (1) Sharon Fox: after FHFA depose Ms. Fox in September, Bank of America produced the transcript of her 2012 testimony before the SEC, and it has agreed to produce her for an additional half-day of testimony in this case; (2) Crystal Dover: when FHFA depose Ms. Dover for approximately one day in August, she was unable to testify further at that time, but she is now available to complete her testimony; (3) Adam Garfinkle: Mr. Garfinkle's counsel has informed FHFA that he will be available for testimony in mid-January 2014; (4) Juanita Dean-Warner: FHFA is still attempting to locate and serve Ms. Dean-Warner, and seeks additional time to complete that process. So that FHFA's Rule 30(b)(6) depositions of Bank of America may proceed after these individual depositions are completed, and as Bank of America's corporate witnesses are not available until January 2014, the parties request an extension until January 31, 2014 for FHFA to complete those depositions.

HSBC: FHFA anticipates completing its depositions of all but one of HSBC's 16 individual witnesses by December 6. The parties request an extension until December 31, 2013 to complete the deposition of Zina Zinych. FHFA was scheduled to depose Ms. Zinych this week, but she was unable to proceed with her deposition; FHFA requests an extension to reschedule her deposition until such time as she is able to proceed, and HSBC does not oppose this request. FHFA also requests an extension until December 31, 2013 to complete its

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Rule 30(b)(6) deposition of HSBC. HSBC has designated a separate witness for each of FHFA's three 30(b)(6) topics, and the parties have been unable to identify mutually acceptable dates for these depositions prior to December 6. HSBC has informed FHFA that it may oppose this request unless FHFA accepts significant additional restrictions on the number of hours for which it may depose these witnesses.

Barclays: FHFA anticipates completing its depositions of all but three of Barclays' 22 individual witnesses by December 6. The parties request an extension until December 31, 2013 to complete the depositions of Julie Stern, Eric Yoss, and Elizabeth Shen. With respect to Julie Stern, FHFA first learned of her extensive involvement in conducting the on-site visits with originators and issuers during the deposition of Mr. Justin Wray on November 14, 2013. In light of Mr. Wray's repeated references to Ms. Stern as the person responsible for such on-site visits, FHFA requested that Barclays make Ms. Stern available for deposition. Barclays agreed to produce Ms. Stern, in exchange for FHFA withdrawing its request to depose another individual, but only offered dates after the December 6 deadline. With respect to Eric Yoss, FHFA only recently learned about the existence and relevance of the GFRM market risk group, in which he worked. Accordingly, FHFA only noticed Mr. Yoss on December 5, 2013, and as such, is unable to complete his deposition prior to the December 6 deadline. With respect to Elizabeth Shen, her counsel made Ms. Shen available for deposition for only one day, December 5, 2013. FHFA was unable to complete the deposition in a single day, and requested that Ms. Shen be made available for a second day, which it expects will occur prior to December 31, 2013. FHFA also requests an extension until January 31, 2014 to complete its Rule 30(b)(6) depositions of Barclays. FHFA will attempt to complete these depositions earlier if possible, but it has not received any information from Barclays' counsel to date regarding witnesses or scheduling.

First Horizon: FHFA has completed its depositions of all of First Horizon's 12 individual witnesses, and completed its Rule 30(b)(6) deposition of First Horizon today, subject to its reservation of rights in connection with First Horizon's refusal to designate a witness with respect to certain topics identified in FHFA's Rule 30(b)(6) deposition notice.

Nomura: FHFA has completed its depositions of all of Nomura's 22 individual witnesses. The parties request an extension until December 20, 2013 for FHFA to complete its Rule 30(b)(6) depositions of Nomura.

Morgan Stanley: FHFA has completed the depositions of all but three of Morgan Stanley's 24 individual witnesses. The deposition of Pamela Barrow will occur after December 6 deadline, as approved by this Court. (Dkt. Entry 558.) FHFA timely noticed the depositions of Michael Francis and Lisa Drew, who were not available before the discovery cutoff: Ms. Drew is scheduled to be deposed on December 12, and FHFA has proposed December 12, 17 and 19 as dates to depose Mr. Francis. The parties jointly request an extension until such time as these depositions can be completed. FHFA completed its Rule 30(b)(6) depositions of the Morgan Stanley "underwriter" and "sponsor" entities, and has reached agreement with Morgan Stanley to certain stipulations, and to serve written interrogatories, in lieu of Rule 30(b)(6) depositions of the "depositor" and "parent" entities. FHFA has reserved its right to seek Rule 30(b)(6) testimony from the "depositor" and "parent" entities if Morgan Stanley's interrogatory responses are inadequate.

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Soc Gen: FHFA has completed its depositions of all of Soc Gen's 9 individual witnesses. FHFA has also anticipates completing its Rule 30(b)(6) depositions of Soc Gen by December 6.

For the foregoing reasons, FHFA respectfully requests that the Court grant the extensions to complete the individual and Rule 30(b)(6) depositions described above. FHFA is available for a status conference at the Court's convenience.

*Granted. The FHFA and HSB  
shall advise the Court their  
next if they fail to reach  
an agreement.*

*Denise Cote  
Dec. 9, 2013*

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December 6, 2013

Respectfully submitted,

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cc: All Counsel of Record